

**RHODE ISLAND MEDICAL SOCIETY**  
**Constitution and Bylaws**  
As amended February 23, 2015

**CONSTITUTION**

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**ARTICLE I. NAME**

The name of this organization is the Rhode Island Medical Society.

**ARTICLE 2. OBJECTIVES**

The objectives of this Society are to promote the art and science of medicine and the improvement of public health; to advocate for the provision of quality medical care for all patients; to promote the exchange of information and dialogue among physicians; and to enlighten and direct public opinion in regard to the challenges facing medicine.

**ARTICLE 3. CONSTITUENT SOCIETIES**

The constituent societies of this Society consist of those county or district medical societies which hold charters from this Society that are in full force and effect.

**ARTICLE 4. MEMBERS**

Membership in the Rhode Island Medical Society is open to graduates of approved allopathic or osteopathic medical schools, students who are matriculated in approved allopathic or osteopathic schools, members of the Rhode Island Academy of Physician Assistants and others, as provided in the Bylaws.

**ARTICLE 5. COUNCIL**

The Council is composed of elected or appointed representatives and others as provided in the Bylaws. The Council shall have exclusive authority to amend this Constitution and Bylaws and to elect the general officers and others, as provided in the Bylaws. The Council shall serve as a forum and shall advise the President and the Board of Directors on matters of policy.

**ARTICLE 6. BOARD OF DIRECTORS**

The Board of Directors shall be composed of the officers of the Society and others, as provided in the Bylaws. The Board shall be the planning and decision-making body of the Society.

**ARTICLE 7. OFFICERS**

The officers of this Society are the President, President-Elect, Vice President, Immediate Past President, Secretary, Treasurer. Their qualifications and terms of office shall be as provided in the Bylaws.

**ARTICLE 8. ANNUAL MEETING**

The Society shall hold an annual meeting at such place and time as the President may determine. The Secretary shall give each member adequate notice as provided in the Bylaws. A special meeting of the Society may be called by the President at his or her discretion and must be called on the written petition of 5% of the active membership.

**ARTICLE 9. FUNDS**

Funds for conducting the affairs of the Society may be raised: (1) by such annual dues from the members of the Society as the Board of Directors may determine; (2) by such special assessments on members as the Board of Directors may determine; (3) by voluntary contributions, devises, bequests, and other gifts; and (4) in any other manner approved by the Board of Directors.

**ARTICLE 9. ETHICS**

The Principles of Medical Ethics of the American Medical Association and its subsequent amendments shall govern the conduct of the members of the Society in relation to each other and to the public.

**ARTICLE 10. RULES OF ORDER**

In the absence of any provision in the Bylaws to the contrary, all general meetings of the Society and all meetings of the Council, Board of Directors and committees shall be governed by parliamentary rules proposed by the President and approved by the Council.

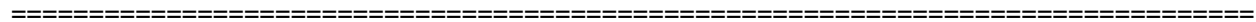
**ARTICLE 11. AMENDMENTS**

This Constitution and Bylaws may be amended in any meeting of the Council by a two-thirds vote of the Council members present and voting.

**ARTICLE 12. REPEAL OF PREVIOUS MOTIONS**

On adoption of this Constitution and Bylaws, all previous Constitutions and Bylaws and motions of record, rules, and regulations in conflict with this Constitution and Bylaws are hereby repealed.

**BYLAWS**



**SECTION 1. MEMBERSHIP**

1.1 *Categories.* Categories of membership are: (1) Active, (2) Affiliate, (3) Honorary, and (4) Emeritus. Only Active members may vote or hold office.

1.11 *Active* Persons who fulfill one of the following three requirements are eligible to be Active members of the Society: (1) possession of the degree of Doctor of Medicine conferred by a school accredited by the Accreditation Council on Medical Education (or, in the case of graduates of schools outside of the United States, accredited by the appropriate national or international accrediting body) and possession of a valid license to practice medicine in Rhode Island. Residents and Fellows fulfill this requirement, provided that they also are duly enrolled in a training program that is accredited by the Accreditation Council on Graduate Medical education or the American Osteopathic Association. (2) possession of the degree of Doctor of Osteopathy, conferred by a school accredited by the American Osteopathic Association (or, in the case of graduates of schools outside of the United States, accredited by the appropriate national or international accrediting body) and possession of a valid license to practice medicine in Rhode Island. Residents and Fellows holding Rhode Island licenses fulfill this requirement, provided that they also are duly enrolled in a training program that is accredited by the Accreditation Council on Graduate Medical education or the American Osteopathic Association. (3) enrollment as a medical student in a school in New England that is approved by the Accreditation Council on Medical Education or by the American Osteopathic Association.

1.111 *Unlicensed Physicians.* Physicians who do not hold a valid license to practice medicine in Rhode Island but otherwise fulfill requirement (1) or requirement (2) for Active membership as cited under 1.11 above may be Active members of the Society, if recommended for membership by the Committee on Membership and approved by majority vote of the Council or of the Board of Directors.

1.12 *Affiliate Members.* Persons who belong to one of the following classes may become Affiliate members: (1) physicians who are members of national medical societies of foreign countries and reside

outside of Rhode Island; (2) American physicians located in foreign countries or in possessions of the United States who are engaged in medical, missionary, educational, or philanthropic endeavors; (3) dentists who hold the degree of DMD or DDS who are members of the American Dental Association and their state and local dental societies; (4) pharmacists who are active members of the American Pharmaceutical Association; (5) teachers of medicine or the sciences related to medicine who are citizens of the United States, but who are otherwise ineligible for membership; (6) individuals engaged in scientific endeavors related to medicine and others who have attained distinction in their fields of endeavor, but who are not eligible for other categories of membership; and (7) Physician Assistants (PAs) who have met the requirements of the Rhode Island Board of Registration for Physician Assistants, are employed within the jurisdiction of the Society, and are supervised by and responsible to a physician who is an Active member of the Society. Affiliate members may attend the annual meeting of the Society, but may not vote or hold office unless otherwise provided in the Bylaws.

1.13 *Honorary Members.* Honorary membership may be extended to physicians of foreign countries, other states or territories who have achieved preeminence in the profession of medicine, and other outstanding individuals in the health care field. Honorary members are elected by the Council. Such members may attend the annual meeting of the Society, but may not vote or hold office. Honorary members are not subject to dues or assessments.

1.14 *Emeritus Members.* Emeritus membership may be extended to members in good standing who graduated from medical school more than 50 years ago. Emeritus members are elected by the Council. Such members are not subject to dues or assessments.

1.2 *Admission; Maintenance of Membership.* Admission to membership requires application to the Membership Committee and approval by the Council or the Board of Directors. A member may hold only one type of membership in the Rhode Island Medical Society at any one time. A member may retain membership only as long as he or she complies with the provisions of the Constitution and Bylaws of the Rhode Island Medical Society and the Principles of Medical Ethics of the American Medical Association.

1.3 *Dues and Assessments.* Members in each category of membership are liable for such dues and assessments as shall be determined by the Board of Directors. The active membership categories shall include dues categories for military physicians (restricted to physicians in uniform and on active duty), retired members, part-time physicians (restricted to those working less than twenty (20) hours per week, regardless of age), physicians who are new to medical practice, students, and residents. Member spouses of Active Constituent and Active Direct members shall be liable for half the amount of their otherwise obligated dues and assessments.

1.31 *Exemptions.* Upon written request to the Treasurer and approval by the Treasurer, members may be granted a dues exemption or reduction based upon hardship. Requests for exemption or reduction must be made and reviewed annually.

1.32 *Delinquency.* Members are delinquent if their dues and assessments are not received by the Rhode Island Medical Society by May 1 of the current dues year or by such other date as the Board of Directors may specifically determine. Delinquent members shall forfeit their membership in the Society if delinquent dues and assessments are not received by the Society within 30 days after notice of delinquency has been mailed to the member's last known address by the Executive Director, or his or her designee.

1.4 *Discrimination.* Membership in any category of the Rhode Island Medical Society, or in any of its constituent societies, shall not be denied or abridged on account of color, race, religion, ethnic or national origin, age, handicap, sex, or sexual orientation.

## **SECTION 2. DISCIPLINE**

2.1 After due notice and hearing, the Board of Directors may censure, suspend, or expel any member for a violation of the Constitution and Bylaws or the Principles of Medical Ethics, or for unethical or illegal conduct.

### *2.2 Appeals.*

2.21 A member of a constituent society against whom that constituent society has taken disciplinary action may appeal that action to the Council of this Society. Notice of intent to appeal shall be filed with the Council of this Society within thirty (30) days of the date the constituent society gave notice of the final action to the member, and the appeal itself shall be submitted within sixty (60) days of the filing. The Council of this Society may, for what it deems good and sufficient cause, grant an additional thirty (30) days for submission of the appeal.

2.22 All disciplinary actions by the Council of this Society against a member, and actions on appeals conducted under the provisions of 2.21 above, may be appealed to the Council on Ethical and Judicial Affairs of the American Medical Association, in accordance with such rules and procedures as may be established by that Association and that Council.

## **SECTION 3. CONSTITUENT SOCIETIES**

3.1 *Charters.* The constituent societies of this Society consist of those county or district medical societies which hold charters from this Society that are in full force and effect. All charters issued by this Society continue in full force and effect until revoked or suspended. The Council may charter, as a constituent society, a medical society which is representative of the medical profession of a county or district as circumstances may dictate. The Council shall have authority to revoke the charter of any constituent society whose actions violate the letter or spirit of the Constitution and Bylaws, or for other reasons, as the Council may determine.

3.2 *Qualifications of Members.* Subject to the provisions of Sections 1.4 and 3.3, each constituent society is the sole judge of the qualifications of its members and the acceptance of applicants is wholly at the pleasure of the constituent society. A constituent society may create classes or types of membership in addition to the types of membership of this Society, but only members of the constituent society with the membership qualifications required by these Bylaws may be members of this Society.

3.3 *Limitations.* Constituent societies are subject to the following limitations: (1) The Constitution and Bylaws of this Society and all subsequent amendments shall preempt any conflicting bylaws of a constituent society; (2) A constituent society may admit to Active membership only those members who meet the minimum requirements stated in Section I, except as the rules and regulations of this Society may otherwise provide.

3.4 *Councilors.* Each constituent society is entitled to elect one Councilor. Only Active members of this Society are eligible for election as Councilors. The Councilors shall be selected by the constituent societies at their respective annual meetings, for one-year terms, which run from the close of the meeting at which they were elected to the close of the next annual meeting of the constituent society.

3.5 *Vacancies.* If a Councilor elected by a constituent society dies, resigns, ceases to be a member in good standing of the Society, or for any other reason cannot assume the duties of his or her office, or will be absent from a meeting of the Council, the president of the constituent society may appoint another member, who must also be an active member of this Society, to serve in his or her place during the

balance of the term or during the disability or absence, as circumstances may permit. As soon as possible after the appointment, the president of the constituent society shall notify the Secretary of the Society of this action.

3.6 *Secretaries' Duties.* The secretary of each constituent society shall keep a current roster of its Active members.

#### **SECTION 4. OFFICERS, ADJUNCT COUNCILORS, COUNCILORS AT LARGE, AND AMA DELEGATES**

4.1 *Officers.* Officers of the Society shall be the President, President-Elect, Vice President, Immediate Past President, Secretary and Treasurer.

4.11 *Duties.* In addition to the rights and duties provided elsewhere in this Constitution and Bylaws or as custom or parliamentary usage may require, the officers shall have the rights and duties respectively assigned to them in the succeeding sections of this article.

4.12 *President.* The President shall: (1) preside at all general meetings of the Society and of the Council; (2) serve as a member of the Council and Board of Directors, (3) serve as an additional alternate delegate to the American Medical Association; (4) act as the spokesperson of the profession in the state; (5) appoint delegates to other medical societies to serve for a one-year term; (6) appoint and discharge all committees not otherwise provided for; and (7) serve as an *ex officio* member of all committees.

4.13 *President-Elect.* The President-Elect shall, through active aid to the President and membership on the Council and Board of Directors, obtain the greatest possible knowledge of the affairs and personnel of the Society to enable him or her to fulfill effectively the office of President upon succession. The President-Elect shall officiate for the President during his or her absence or upon request.

4.14 *Vice President.* The Vice President shall, through active aid to the President and membership on the Council and Board of Directors, obtain the greatest possible knowledge of the affairs and personnel of the Society to enable him or her to fulfill effectively the office of President-Elect upon succession. The Vice President shall officiate for the President-Elect during his or her absence, or upon request. The Vice President shall serve as a member of a standing committee of the Society.

4.15 *Secretary.* The Secretary shall: (1) keep minutes of the proceedings of the general meetings of the Society, and of meetings of the Council and Board of Directors; (2) be the custodian of the Society's seal; (3) notify members of meetings, officers of their elections, committee members of their appointments and duties, and send all notices required by this Constitution and Bylaws, by order of the Council, or by law; (4) provide for the registration of members at general meetings of the Society and keep a record of such registration; (5) keep a register of all licensed physicians in the state who are members of the Society, noting the status of each in relation to the appropriate constituent society; (6) be the custodian of all record books and papers of the Society, except those which properly belong to the Treasurer; (7) perform such other duties as may be required by the Council or the Board of Directors; and (8) serve as a member of the Council and Board of Directors.

4.16 *Treasurer.* The Treasurer shall (1) serve as a member of the Council and Board of Directors; (2) maintain the records of the dues of each member and demand and receive all funds due the Society, including bequests and donations; deposit these funds in a depository approved by the Board of Directors; and keep an accurate record of all funds of the Society; (3) present a budget of necessary expenses of the Society for the following year to the Board of Directors for its approval and pay all bills within the scope of the approved budget; (4) pay bills not within the scope of the approved budget only on order of the

Board of Directors; (5) serve as Chair of the Finance Committee and invest the funds of the Society under the supervision of the Board of Directors; (6) after receiving the approval of the Board of Directors, sell, mortgage, or lease any property belonging to the Society, and execute the necessary legal documents thereto; (7) when directed by the Board of Directors, sue in the name of the Society and prosecute such suits to final judgment and execution; (8) subject the accounts of the Society to annual examination by the auditors; (9) render an account of his or her work and of the state of the funds of the Society annually, and present such other written reports as the Board of Directors may require; and (10) employ such assistants as may be authorized by the Board of Directors.

*4.2 Adjunct Councilors and Councilors At Large.* There shall be two Adjunct Councilors and four Councilors At Large who shall serve as members of the Council and shall represent the membership in general, particularly including those members who are not represented on the Council through a constituent society or a specialty society. The four Councilors at Large shall also serve as members of the Board of Directors.

*4.3 AMA Delegates.* The AMA Delegate(s) shall represent the Society at the American Medical Association in conformity with the applicable provisions of the Constitution and bylaws of the American Medical Association. AMA Delegate(s) shall serve as members of the Council and the Board of Directors.

*4.4 AMA Alternate Delegates.* The Alternate Delegate(s) to the American Medical Association shall function for the Delegate(s) in the latter's absence or upon request. The AMA Alternate Delegate(s) shall serve as (a) member(s) of the Council and of the Board of Directors.

*4.5 Nominations and elections.* The President shall annually convene and chair a Nominating Committee, which shall include the President, the President-Elect, the Vice President, and four Past Presidents of the Society selected by the President. The President shall notify the Council of the final composition of the Nominating Committee and shall invite members of the Council to submit to the President or to other members of the Nominating Committee names of Society members who are qualified and willing to serve in leadership positions. The Nominating Committee shall submit a list of potential nominees to the Council. The Council shall generate a final list of nominees. The Council shall then elect the officers, Adjunct Councilors, Councilors at Large, AMA Delegate(s) and Alternate(s), two additional members of the Board of Directors chosen from among the members of the Council, and standing committees in accordance with these Bylaws at a Council meeting preceding the annual meeting. A majority of votes cast by those present and voting at the Council meeting shall be necessary to elect.

*4.6 Terms of Office.* The officers, Adjunct Councilors, Councilors At Large and the two additional members of the Board of Directors elected by the Council shall assume office at the close of the annual meeting of the Society and shall serve until the close of the next annual meeting. The AMA Delegate(s) and Alternate Delegate(s) shall assume office on January 1 following their election, in accordance with the Constitution and Bylaws of the American Medical Association.

*4.7 Vacancies.* If the President dies, resigns, is removed, or is otherwise unable to serve before the expiration of his or her term, the President-Elect shall succeed to the office of President. If for any reason the office of President-Elect becomes vacant before the expiration of his or her term, the Vice President shall succeed to the office of President-Elect. If a Delegate to the AMA dies, resigns, is removed or is otherwise unable to complete his or her term of office, the most senior Alternate Delegate shall function as a Delegate for the remainder of the unexpired term. Vacancies created by the death, resignation or removal of other officers and Alternate Delegates to the AMA shall be filled by appointment by the Council for the unexpired portion of the term.

## **SECTION 5. THE COUNCIL**

*5.1 Duties and Powers.* The Council has full and complete power and authority to (1) elect all officers; (2) elect two Adjunct Councilors and four Councilors At Large; (3) elect such delegates to the American Medical Association to which the Society may be entitled; (4) elect the standing committee chairs and members as specified in Section 7; (5) elect two additional members of the Board of Directors from among the ranks of the Council; (6) determine membership dues levels and approve an annual budget for the Society. The Council may also advise the President and Board of Directors on matters of Society policy, ethical issues and questions involving the rights and standing of members, whether in relation to other members, to the constituent societies as provided in Section 2.2, or to this Society.

*5.2 Composition.* The Council shall consist of one representative elected by each of the constituent societies; one representative elected by each of certain medical specialty societies; the three most recent living past presidents of the Society; the President, President-Elect, Vice President, Secretary, Treasurer, Delegate(s) and Alternate Delegate(s) to the American Medical Association; two Adjunct Councilors; four Councilors At Large; the chair of the Public Laws Committee; the chair of the Rhode Island Medical Political Action Committee; the president of the RIMS-Insurance Brokerage Corporation; the physician chair of the board of directors of Healthcentric Advisors or, when the chair is not a physician, the chair's physician designee; any active member of this Society who holds national office in the American Medical Association or the American Osteopathic Association; a medical student; two physicians from among the ranks of residents and fellows; and one Physician Assistant. The representatives of the constituent or specialty societies may, at the option of each such society, be either the current president of that society or a councilor elected by that society to serve on the Council of this Society. Constituent and represented specialty societies may designate another elected officer or elect an alternate councilor to serve in instances when the president or Councilor is unable to serve. The constituent and represented specialty societies are responsible for providing the names, offices, and terms of office of its authorized representatives to the Secretary. The Council shall determine by majority vote which medical specialty societies shall have seats on the Council, and such determinations may be subject to change from time to time as the Council deems appropriate. With the exception of the Physician Assistant, only active members of this Society may be members of the Council.

*5.3 Election and Tenure of Councilors.* Each constituent society that chooses to be represented by a Councilor rather than by the president of the society, and each officially represented specialty society that chooses to be represented by a Councilor rather than by the president of the society, shall be entitled to elect such one Councilor who shall assume office at the end of the annual meeting of the constituent or specialty society and serve until the close of its next annual meeting. Each society may also elect an Alternate Councilor, subject to the same tenure limitations. Only active members of this Society may serve as Councilors or Alternate Councilors. Student and resident members of the Council shall be selected in accordance with a method approved by the Council.

*5.4 Meetings.* The Council shall normally meet four times per year at such time and place as the President may determine. The President may call a special meeting of the Council at his or her discretion and must call a special meeting on the written request of three members of the Council. Ten members shall constitute a quorum. Meetings of the Council shall be presided over by the President, and in the absence of the President by the President-Elect, and in the absence of the President-Elect by the Vice President, and in the absence of the Vice President by a Councilor agreeable to the Council. The Secretary shall keep a record of its proceedings. The President may designate any Council meeting as being open to the membership and cause special notice to be given to the membership and arrangements made to accommodate members who may wish to observe a meeting of the Council. Only members of the Council shall have the power to vote on matters that come before the Council.

## **SECTION 6. BOARD OF DIRECTORS**

6.1 *Duties and Powers.* The Board of Directors shall have sole power to determine policies and priorities of the Society, except for those powers that are reserved to the Council. The Board of Directors shall report to the Council on significant actions taken and shall seek and receive advice from the Council. It shall select, appoint and evaluate the Executive Director.

6.2 *Composition.* The Board of Directors shall be composed of the President, President-elect, Immediate Past President, Vice President, Secretary, Treasurer, the four Councilors-at-Large, two additional members of the Council elected by the Council, the AMA Delegate(s) and Alternate Delegate(s) and the Chair of the Public Laws Committee.

6.3 *Meetings.* The Board of Directors shall normally meet bi-monthly at such time and place as the President may determine. The President may call special meetings of the Board of Directors at his or her discretion. Any seven members of the Board of Directors shall constitute a quorum. Directors may participate by teleconference, webinar or other electronic means of concurrent engagement with the meeting and shall count toward the quorum. The Board may also conduct business by email or other non-concurrent means, in which case any votes taken must be unanimous and must include all members of the Board.

6.4 *Executive Committee of the Board of Directors.* The Executive Committee of the Board of Directors shall be composed of the officers of the Society. The Executive Committee shall meet at the discretion of the President to discuss and act on urgent matters relevant to the Society during times when the Board does not have a scheduled meeting. All discussion and decisions of the Executive committee shall be reported to and approved by the Board at its next scheduled meeting. The Executive Committee shall, at the direction of the Board, perform an annual review of the Executive Director's performance. The review and recommendations of the Executive Committee shall be reported to the Board.

## **SECTION 7. MEETINGS**

7.1 *Annual Meeting.* The Society shall hold an annual meeting at such place and time as the President may determine. The Secretary shall give each member at least ten (10) and no more than sixty (60) days' notice of the annual meeting.

7.2 *General Meetings.* The annual meeting shall be a general meeting open to all registered members. The general meeting may recommend to the Council the appointment of committees or commissions for scientific investigations of special interest and importance to the profession and the public, and conduct such other business as set forth in the Constitution and these Bylaws.

7.3 *Special Meetings.* A special meeting of the Society may be called by the President at his or her discretion and must be called on the written petition of 5% of the active membership. The agenda of meetings called on petition must be described in the petition and be limited to that description.

7.4 *Right of Members to Participate.* All members of the Society may attend, and except as otherwise limited, may participate in the annual meeting held by the Society, subject only to such reasonable parliamentary rules as may be adopted.

7.5 *Registration Required.* Before a member can attend and participate in proceedings or activities of the annual meeting or any special meeting, he or she must register under such procedures as the Secretary may determine.



7.6 *Guests.* The privilege of attending the annual meeting may be extended to guests under such conditions as the Secretary may determine.

## **SECTION 8. FINANCE**

8.1 *Fiscal Year.* The fiscal year of this Society is from January 1 to December 31

8.2 *Supervision.* Supervision of funds, investments, and expenditures of the Society is vested in the Board of Directors. The Board of Directors shall receive the audited accounts of the Treasurer and other agents of the Society.

## **SECTION 9. STANDING COMMITTEES AND BOARDS OF TRUSTEES**

9.1 *Names of Standing Committees and Election of Committee Members.* The standing committees of the Society, of which the President shall be a member *ex officio*, shall include in alphabetical order: Continuing Medical Education, Finance, Maternal Health, Mediation, Membership, Peer Review Committee on Physician Competency, Physician Health, Public Laws, and Trustees of Special Funds. Except as noted below, committee chairs and members shall be elected for one-year terms by the Council at a meeting preceding the annual meeting. They shall assume office at the close of the annual meeting of the Society and shall serve until the close of the next annual meeting. The nomination process for committee chairs and members shall be the same as described in Section 4.1. All committee members elected by the Council shall be members in good standing of this Society, except as may be provided in separate bylaws of the committee that have been approved by the Council. Such separate bylaws notwithstanding, all physician members of committees must be active members of this Society. In the event of a vacancy on any committee, the President, with the advice and consent of the Council, shall appoint a member to complete the unexpired term, unless otherwise provided in separate bylaws of the committee that have been approved by the Council.

9.11 *Continuing Medical Education.* The Chair of the Continuing Medical Education Committee shall be elected by the Council. The Chair, with the advice and consent of the President, shall appoint the Committee members. The Committee shall be charged with developing and implementing policies for the accreditation of institutions in the state to sponsor continuing medical education. It shall also make recommendations to the Council regarding the continuing medical education requirement for medical licensure in the state.

9.12 *Finance.* The Finance Committee shall be composed of the current Treasurer, who shall serve as Chair *ex officio*, , and three to five other members of the Society who shall be elected annually by the Council. The Committee shall advise and assist the Treasurer, Executive Director and Board of Directors in directing and monitoring the management of the Society's budget and financial resources and other assets.

9.13 *Maternal Health.* The Chair of the Maternal Health Committee shall be elected by the Council. The chair, with advice and consent of the President, shall appoint the Committee members. The Committee shall be charged with providing educational programs for members of the medical profession for the purpose of promoting maternal health in the state.

9.14 *Mediation.* The Mediation Committee shall consist of members and a Chair, each of whom is elected annually by Council.. The Committee shall review complaints referred to it concerning the professional conduct of Rhode Island physicians. The Committee shall have the authority to require the attendance of any member to answer allegations of unprofessional conduct, upon at least seven days written notice to the member. Failure of the member to appear before the Committee without justifiable cause shall be reported to the Council for disciplinary action. The Committee, after investigation, shall have the

authority to refer charges of unethical or unprofessional conduct against a member to the Council. The Committee shall be a medical peer review committee in accordance with state and federal law, and it shall be guided by its own set of bylaws that have been approved by the Council.

9.15 *Membership.* The Council shall elect the Chair or Co-Chairs and seven members of the Membership Committee. The Vice President shall be an additional member *ex officio*. The Committee shall be responsible for recruitment of new members and retention of existing members. It shall review membership applications and forward membership reports and recommendations to the Council and Board of Directors. It shall review the membership status of members who been disciplined by state or other authorities.

9.16 *Peer Review Committee on Physician Competency.* The Council shall elect the Chair and members of the Peer Review Committee on Physician Competency. Committee members should reflect the geographic distribution and specialty representation of the state. Ad hoc members may be added at the discretion of the Chair. The Committee shall consider allegations of questionable physician competence from any person or organization and, if appropriate, shall propose remedial actions to restore the physician's practice to professionally accepted standards. The Committee shall be a medical peer review committee in accordance with state and federal law, and it shall be guided by its own set of bylaws that have been approved by the Council.

9.17 *Physician Health Committee.* The Chair of the Physicians' Health Committee shall be elected by Council. The Chair, with the advice and consent of the President, shall appoint the Committee members. The Committee shall be charged with providing aid and assistance to physicians whose professional judgments and capacities are impaired by their difficulties with chemical dependencies or other illnesses. The Committee shall be a medical peer review committee in accordance with state and federal law, and it shall be guided by its own set of bylaws that have been approved by the Council.

9.18 *Public Laws.* The Committee on Public Laws, including its Chair, shall be appointed annually by the President. Its membership shall include representatives of those specialty societies and others whose interests and concerns are, in the judgment of the President, most likely to be affected by existing or proposed legislation. The Committee shall review legislation in light of the society's policies and recommend appropriate positions to the President to assist in fulfillment of his or her role as public spokesperson for the Society. In the absence of stated policy, the Committee shall recommend a policy position to the Board of Directors for adoption.

9.19 *Special Funds.* The President, Secretary, and Treasurer shall be the Trustees of such special funds as have been created and may be created hereafter, provided other trustees are not designated by the creators of the fund or appointed by the Council.

9.2 *Required Reports.* Each committee shall report annually to the Council, preferably in writing, concerning its activities

#### Recent history of amendments to the Constitution and Bylaws

May 14, 1980  
May 29, 1985  
May 30, 1986  
May 31, 1989  
May 31, 1990  
May 31, 1991

May 31, 1992  
May 21, 1993  
May 18, 1995  
May 15, 1997  
November 30, 1998  
October 16, 2000  
October 15, 2001  
June 9, 2003  
October 20, 2003  
December 1, 2003  
July 28, 2008  
December 1, 2008  
February 2, 2009  
June 7, 2010  
December 6, 2010  
February 23, 2015